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EXHIBIT 1
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*Proposed Counsel for the Debtors
and Debtors in Possession*

**UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF NEVADA**

In re:

TELEXFREE, LLC,

Affects this Debtor

Affects all Debtors

Affects TELEXFREE, INC.

Affects TELEXFREE FINANCIAL, INC

Case No.: BK-S-14-12524-abl
Chapter 11

[PROPOSED]
Jointly Administered with:

14-12525 TelexFree, Inc.

14-12526 TelexFree Financial, Inc

Date:

Time:

**ORDER AUTHORIZING THE
EMPLOYMENT OF KURTZMAN CARSON CONSULTANTS LLC
AS CLAIMS AND NOTICING AGENT FOR DEBTORS**

Upon the application (the “Application”) filed by the above-captioned debtors and debtors-in-possession (collectively, the “Debtors”) seeking entry of an order authorizing the

1 employment of Kurtzman Carson Consultants, LLC ("KCC") as claims and noticing agent for
2 Debtors⁴; the Court having entertained the arguments of counsel; it appearing that KCC does not
3 represent or hold any interest materially adverse to Debtors or to Debtors' estates in the matters
4 upon which it is to be engaged; it appearing that the relief requested is in the best interests of
5 Debtors' estates, creditors, equity holders, and all parties-in-interest; notice of this Application
6 having been properly provided to parties-in-interest noted in the record and no further notice
7 need be given; and after due deliberation and sufficient cause appearing therefor;

8 **IT IS HEREBY ORDERED:**

- 9 1. The Application is GRANTED as set forth herein.
- 10 2. Debtors are hereby authorized to retain KCC *nunc pro tunc* to the Petition Date as
11 the claims and noticing agent in Debtors' Chapter 11 Cases, pursuant to 28 U.S.C. § 156(c) and
12 Bankruptcy Rule 2002, as provided in the Application, on the terms and conditions set forth in
13 the Engagement Agreement, and consistent with the Guidelines governing claims agents issued
14 by the Bankruptcy Court in this District.
- 15 3. Pursuant to the Guidelines, KCC shall relieve the clerk's office of all noticing
16 under any applicable Bankruptcy Rules and processing of claims.
- 17 4. Debtors shall compensate and reimburse KCC in accordance with the payment
18 terms set forth in the Engagement Agreement for all services rendered and expenses incurred in
19 connection with Debtors' Chapter 11 Cases.
- 20 5. Pursuant to Section 503(b)(1)(A) of the Bankruptcy Code, the fees and expenses
21 of KCC incurred pursuant to the Engagement Agreement shall be administrative expenses of
22 Debtors' estates.
- 23 6. Debtors and KCC are authorized to take all actions necessary to effectuate the
24 relief granted pursuant to this order in accordance with the Application and the Engagement
25 Agreement.

26 **IT IS SO ORDERED.**

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⁴ All undefined, capitalized terms shall have the meaning ascribed to them in the Application.

1 PREPARED AND SUBMITTED:

2 GORDON SILVER

3 By: _____

4 GREGORY E. GARMAN, ESQ.
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1 **LR 9021 CERTIFICATION**

2 In accordance with LR 9021, counsel submitting this document certifies that the order
3 accurately reflects the court's ruling and that (check one):

4 The court waived the requirement of approval under LR 9021(b)(1).

5 No party appeared at the hearing or filed an objection to the motion.

6 I have delivered a copy of this proposed order to all counsel who
7 appeared at the hearing, and any unrepresented parties who appeared at
8 the hearing, and each has approved or disapproved the order, or failed to
 respond, as indicated below [list each party and whether the party has
 approved, disapproved, or failed to respond to the document]:

9 I certify that this is a case under Chapter 7 or 13, that I have served a
10 copy of this order with the motion pursuant to LR 9014(g), and that no
 party has objection to the form or content of the order.

12 ###